

GUIDE TO THE RIGHTS AND OBLIGATIONS OF DAVIVIENDA GROUP SA SHAREHOLDERS



TITLE I. GENERAL ASPECTS

Davivienda Group SA, hereinafter the Company, is a Panamanian entity, has its effective administrative headquarters in Colombia, and therefore, its shareholders are divided between common (ordinary) and preferred (preferred) shareholders.

Davivienda Group SA has prepared this Guide in order to inform its shareholders clearly, accurately and completely of their rights and obligations. ¹Likewise, for the purposes of Corporate Governance and this Guide, Davivienda Group recognizes Shareholders as one of the main Stakeholder Groups of the Company.

DAVIVIENDA GROUP STAKEHOLDERS

Internal Stakeholder Group

- > **Shareholders:** These are those who have invested in shares of the organization and, in return for their investments, expect a return on the business in accordance with the risk they are assuming.
- > **Investors:** These are individuals who hold significant stakes in the organization or have investments as creditors. Therefore, this group expects the organization to be viable and grow, taking into account its risk profile.
- > **Board of Directors:** The Board of Directors is a body that has the broadest powers and faculties to manage a company, and carries out its functions in accordance with the social interest, understood as the common interest of all shareholders.
- > **Collaborators:** These are those who contribute their talent in order to add value to the entity and, in this sense, seek their professional development through the growth of the organization and receive in return motivation, talent retention and well-being.

Related Stakeholder Group

- > **Suppliers:** Service providers are related to the extent that the company offers services to customers through third parties and has responsibilities to fulfill with them.
- > **Allies:** Allies are companies with which agreements are made to achieve a set of objectives, each independently.

¹This guide is consistent with Measure No. 9 of the Country Corporate Governance Code which states: "It is recommended that companies make known to the public clearly, accurately and completely, the rights and obligations inherent to the status of shareholder."

External Stakeholder Group

- > **Guilds and Associations:** These are companies formed by a group of establishments in the financial sector, with the aim of representing and guiding the establishments and their professionals, keeping up to date on the problems of the sector and promoting the development of the industry.
- > **Authorities:** This group comprises those public and private entities that, due to the relevance and impacts that a financial entity has on a society, dictate a series of laws and regulations in order to guarantee the stability of the business and avoid exposure to risks whose materialization would considerably affect the economy.
- > **Community:** A system or set of relationships established between individuals and groups in order to constitute a certain type of collectivity, in which the processes of belonging, adaptation, participation, behavior, authority, bureaucracy, conflict and others are regulated.
- > **Environment:** It is the environment focused on the biodiversity of species, where natural and artificial elements are included that are related to each other; and that can be modified by human behavior.

TITLE II. SHAREHOLDERS' RIGHTS

Article 1. General Framework. The rights of the shareholders of Davivienda Group SA are established in the legal provisions that regulate the matter, in the Social Pact, in the Corporate Governance Code and in the Regulations of the General Shareholders' Meeting.

Art. 2°. Types of Rights. The rights of Davivienda Group SA shareholders can be political and economic. For the purposes of this Guide, political rights are understood to be those that allow shareholders to participate in decisions regarding the direction, administration, supervision, and operation of the Company, through participation in general shareholder meetings with voice and vote. Economic rights, on the other hand, are those that allow shareholders to receive financial compensation based on the Company's profits.

Art. 3°. Equitable treatment of shareholders. Davivienda Group SA will ensure that all shareholders of the Company receive fair and equal treatment, and will therefore seek to ensure that each shareholder receives a timely, prompt, and complete response to any questions or requests submitted regarding information related to matters of mandatory disclosure.

Art. 4°. Right to participate in the General Shareholders' Meeting. The General Shareholders' Meeting of Davivienda Group SA represents the highest governing body of the company, and is made up of all natural and legal persons who are holders of subscribed shares, present or represented, meeting in ordinary or extraordinary meetings.

Shareholders who own common (ordinary) shares and who are registered in the shareholders' register at the time of the meeting may attend its ordinary and/or extraordinary meetings with the right to speak and vote.

PARAGRAPH: The administrators must adopt all appropriate and sufficient measures to guarantee the effective participation of shareholders in the assembly and the exercise of their political rights.

TITLE II. PROHIBITIONS FOR ADMINISTRATORS

Art. 5 °. Prohibited conduct for employees and administrators. During General Shareholders' Meetings, the legal representatives, liquidators, administrators, and other officers of the Company may not engage in the following activities:

- a) Encourage, promote or suggest to shareholders the granting of powers where the name of the representative for the meetings of the General Assembly of Shareholders is not clearly defined;
- b) Receiving powers of attorney from shareholders for assembly meetings where the name of the respective representative or proxy is not clearly defined.
- c) Suggest the names of those who will act as proxies at the shareholders' meetings.
- d) Recommend that shareholders vote for a specific list.
- e) To suggest, coordinate, agree with any shareholder or any representative of shareholders, the presentation at the assembly of proposals that are to be submitted for their consideration.
- f) To suggest, coordinate, or agree with any shareholder or with any shareholders' representative, the vote for or against any proposal presented therein.
- g) To accept as valid powers conferred by the shareholders, without fulfilling the requirements established in article 184 of the Commercial Code to participate in the meetings of the General Assembly.

In any case, the directors or employees of the company issuing shares may exercise the political rights inherent in their own shares and those they represent when acting as legal representatives.

Article 6. Corrective and remedial measures for administrators: In the event that any of the causes foreseen in the previous article occur, the Company shall adopt the following measures:

1. The administrators must return to the shareholders those powers that do not comply with the provisions of the previous article and other legal regulations.
2. The administrators must adopt the necessary measures to ensure the effective representation of shareholders at the General Meetings, namely:
 - 2.1 Inform shareholders that powers may not be conferred upon persons directly or indirectly linked to the management or employees of the Company;
 - 2.2 Refrain from receiving special powers before the publication of the notice informing of the matters to be discussed at the respective meeting.
3. The administrators must take all necessary measures to ensure that the Company's officers act with neutrality towards the various shareholders.
4. Prior to holding the shareholders' meeting, the administrators must take all appropriate and sufficient measures to ensure the effective participation of the shareholders in the meeting and the exercise of their political rights.

Under that understanding, at the request of the Board of Directors, in order to address the measures to guarantee the equitable treatment of all our shareholders, Davivienda Group SA will make available, through its website, power of attorney templates that can be downloaded and filled out by anyone who deems it appropriate.

TITLE IV. APPROVAL, MODIFICATION AND INTERPRETATION OF THE CODE

Art. 7. Approval and modification of the Shareholders' Rights and Obligations Guide.
The Board of Directors of Davivienda Group SA shall have the exclusive authority to approve this Guide and may modify it in whole or in part at the initiative of this body or any of its members.